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TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

 SUBMISSION TYPE:
 NEW ASSIGNMENT

 NATURE OF CONVEYANCE:
 MERGER

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------|----------|----------------|-----------------------|
| Laralev, Inc. | | 12/28/2001 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| Name: | Advance Merchandising Company, Inc. | |
|-----------------|-------------------------------------|--|
| Street Address: | 5673 Airport Road | |
| City: | Roanoke | |
| State/Country: | VIRGINIA | |
| Postal Code: | 24012 | |
| Entity Type: | CORPORATION: VIRGINIA | |

PROPERTY NUMBERS Total: 1

| Property Type | Number | |
|----------------------|---------|--|
| Registration Number: | 0440857 | |

CORRESPONDENCE DATA

Fax Number: (540)510-3050

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 540-510-3000

Email: trademarks@flippindensmore.com

Correspondent Name: Tara A. Branscom

Address Line 1: 1800 First Union Tower, Drawer 1200

Address Line 4: Roanoke, VIRGINIA 24006

ATTORNEY DOCKET NUMBER: 0059-032

NAME OF SUBMITTER: Tara A. Branscom

Total Attachments: 4

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Delaware PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"LARALEV, INC.", A DELAWARE CORPORATION,

WITE AND INTO "ADVANCE MERCHANDISING COMPANY, INC." UNDER THE NAME OF "ADVANCE MERCHANDISING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF VIRGINIA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



AUTHENTICATION: 1545738

DATE: 01-08-02

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STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 12/28/2601 010672808 - 2290365

CERTIFICATE OF MERGER OF LARALEY, INC.,

A DELAWARE CORPORATION

ADVANCE MERCHANDISING COMPANY, INC., A VIRGINIA CORPORATION

(UNDER SECTION 252 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE)

Advance Merchandising Company, Inc. hereby certifies that:

- (I) The name and state of incorporation of each of the constituent corporations are:
 - (a) LARALEY, INC., a Delaware corporation; and
 - (b) Advance Merchandising Company, Inc., a Virginia corporation.
- (2) An agreement of merger, dated at of December 28, 2001, by and between LARALEV, INC. and Advance Merchandising Company, Inc. has been adopted, approved, certified, executed and acknowledged by LARALEV, INC. and Advance Merchandising Company, Inc. in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
 - (3) The name of the surviving corporation is Advance Merchandising Company, Inc.
- (4) The certificate of incorporation of Advance Merchandising Company, Inc., as in effect immediately prior to the merger, shall be the perhibeate of incorporation of the surviving corporation.
 - (5) The surviving corporation is a corporation of the state of Virginia.
- (6) The executed agreement of merger is on file at the principal place of business of Advance Merchandising Company, Inc. at 5673 Airport Road, Roanoke, Virginia 24012.
- (7) A copy of the agreement of merger will be furnished by Advance Merchandising Company, Inc., on request and without cost, to any stockholder of LARALEV, INC. or Advance Merchandising Company, Inc.
- (8) Advance Merchandising Company, Inc., as the surviving corporation, hereby agrees that it may be served with process in the State of Delawate in any proceeding for enforcement of any obligation of LARALEV, INC., as well as for enforcement of any obligation of any constituent corporation in the merger arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to 8 Del.C. §262 and Advance Merchandising Company, Inc. hereby irrevocably

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appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings and a copy of such process shall be mailed by the Secretary of State to Advance Merchandising Company, Inc. at the following address:

Advence Merchandising Company, Inc. 5673 Airport Road Roanoke, Virginia 24012 IN WITNESS WHEREOF, Advance Merchandising Company, Inc. has caused this contidents to be signed by left T. Only, its authorized officer of the 22 day of December, 2001.

ADVANCE MERCHANDISING COMPANY, INC.

Name Jeff J. Gray

Titles Treasurer and Assistant Secretary